



12 April, 2020

M. Sivasankar, IAS  
Principal Secretary to Government Electronics and IT Department  
Kerala  
*Sent via email*

Re: Data Rights and Confidentiality Obligations in Connection with Sprinklr Donation of Software

I write to reaffirm our mutual understanding of certain data rights and confidentiality obligations in connection with Sprinklr's donation of our Citizen Experience Management Platform to assist in Kerala's management of the present COVID-19 crisis. We are pleased and proud to help Kerala in its effort to protect and serve its citizens.

As we have agreed since the outset of our engagement, our work on behalf of Kerala and its citizens is governed by the following bedrock principles and obligations:

- Kerala at all times retains all rights to and responsibility for Customer Data uploaded to or accessed by the Sprinklr Platform. This means that any and all data used for provision of the Sprinklr Platform that is obtained by Sprinklr, including all citizen data accessed or obtained by Sprinklr from Kerala or directly from citizens, belongs to the Government and/or the citizens. Upon termination of Kerala's use of the Platform, or at any time upon Kerala's request, all Customer Data will be removed from the Platform and retained by Kerala. Nothing in this relationship gives Sprinklr any rights to such data, other than to provide the Platform as agreed with and instructed by Kerala.
- Personal data provided by citizens is provided only pursuant to express and informed citizen consent, which is obtained electronically directly from each citizen who chooses to input data to the Platform. Such data is and at all times remains the property of the citizen who provides it, and will be removed from the Platform upon said citizen's instruction. Sprinklr neither has nor seeks any right to do anything with such data beyond the limited rights granted by each citizen when he or she opts into the system. Such limited rights may be revoked at any time.
- All data uploaded by any party and by any means to the Citizen Experience Management Platform by or from Kerala or its citizens is and will be hosted within the geographical boundaries of India and can be moved to whatever server or data centre that meets technical requirements and that Kerala specifies, at any time.
- Within thirty (30) days after the effective date of termination Sprinklr will, upon Kerala's request, extract all available Customer data from the Platform and send it to Kerala via an agreed transfer methodology.
- Of course, Kerala and Sprinklr have each agreed not to use any Confidential Information of the other party for any purpose other than as necessary to perform our obligations.

As we have discussed, the Sprinklr Citizen Experience Management Privacy Policy clearly states that governments, like Kerala, that use the Platform:

- Decide what types of personal information to collect using the platform and how to share the information.
- Are responsible for complying with their respective jurisdictions' legal requirements that apply to the collection, use and disclosure of personal information.
- Decide what consents, privacy notices, choices and privacy rights they need to provide to individuals whose information they process through Sprinklr CXM.
- Decide how long to retain personal information in Sprinklr CXM.

Again, we are pleased and proud to afford the use of our technology to Kerala in this time of global crisis.

Best Regards,

A handwritten signature in black ink, appearing to be 'Dan Haley', with a stylized flourish at the end.

Dan Haley  
General Counsel  
Sprinklr, Inc.